

**SHAREHOLDER'S RESPONSE TO
DEFENDANTS' EMERGENCY MOTION TO MODIFY SCHEDULING ORDER**

Palmer & Dodge has represented Shareholder in this case. Edwards & Angell has represented defendant Adler (only). The Palmer & Dodge/Edwards & Angell merger has been under discussion for months. The prospect of a merger was reported in the Boston Globe last

July. In August, it became apparent that a merger was probable and that, as a result, it was likely that the two firms would be required to withdraw as counsel in this case and that successor counsel should be engaged. On August 18, successor counsel for Shareholder entered that appearance. The merger has been approved. It was publicly announced today (September 29, 2005). See Exhibit A.

Shareholder has repeatedly sought assurances that the merger -- which has been in prospect for months -- and which is a principal reason for the extension requested by the instant motion, will not be used as an excuse for delay beyond that which is requested by the present motion. The defendants have refused to provide any such assurance. The parties' exchange of views on this issue is provided herewith. See Exhibit B.

The extension requested by the present motion was negotiated, and agreed to, at a time when all parties knew that a merger was imminent. If the defendants believe that the merger justifies delay beyond that which is requested by the instant motion, they should so state and should attempt to justify that delay. Otherwise, it should be made express that the presently requested extension of case deadlines will be the last, and that the merger will not be cited in the future as a ground for further delay.

Dated: September 29, 2005

Respectfully submitted,

DIRECT REPORT CORPORATION
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By its attorneys,

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